MARVEL® COMICS

SPIDER-MAN®

JULY '96 11

UNTOLD TALES OF SPIDER-MAN®

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SHOCK FOLLOWS SHOCK!

Bitten by a radioactive spider, high school student **Peter Parker** gained the spider's powers, and soon became the costumed crimefighter the entire world would one day come to know as **Spider-Man!** In the early days of his career, when his amazing powers were still new to him, the teenaged Spider-Man struggled to learn about himself and his abilities, while trying to lead a **normal life!** It would **not** be easy...

STAN LEE PRESENTS... UNTOLD TALES OF SPIDER-MAN!

ISLAND PRISON.
-- BEATEN BY A COUPLE OF SCHOOL KIDS!
IT WASN'T LIKE THAT, RAMON! IT WAS MOSTLY SPIDER-MAN, AND --
YEAH? MAYBE HE SHOULDA SENT YOU TO THE PRINCIPAL'S OFFICE, INSTEAD OF HERE!
LOOK, YOU DUMB --
MAX DILLON! ATTENTION, MAX DILLON! STAND BACK FROM THE WALL OF YOUR CELL!
Huh? WHAT IN --
SHUT UP, RAMON --
HA! I STILL CAN'T GET OVER IT! MAX DILLON, THE MIGHTY ELECTRO --
NEW YORK CORRECTIONAL FACILITY
-- AND DO WHAT HE SAYS!
I HOPE YOU'VE FOUND SOMETHING TO HIDE BEHIND, DILLON --
-- BECAUSE MY COPTER'S HYDRAULIC RAM ISN'T EXACTLY SUBTLE!
SMASH!

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SHAKE A LEG, DILLON -- THE GUARDS'LL BE REACTING IN SECONDS! AND WHILE MY COPTER'S BULLETPROOF -- YOU'RE NOT!

I DON'T KNOW WHY YOU'RE *DOING* THIS -- BUT MA DILLON TAUGHT ME NEVER TO PASS UP A FREE *JAILBREAK!* I'M IN!

HEY, ME *TOO!* SAVE SOME OF THAT *LADDER,* BUDDY, I'M RIGHT BEHIND --

FORGET IT, RAMON! MAYBE NEXT TIME YOU'LL KNOW TO SHOW A LITTLE MORE *RESPECT!*

"THE PRINCIPAL'S OFFICE!" *Hah!*

KLOPP

UHH!

OKAY, PAL. NOT THAT I'M *UNGRATEFUL* OR ANYTHING -- BUT WHAT'S THE *IDEA* HERE?

OPPORTUNITY, THAT'S WHAT!

I WAS IN JAIL UNTIL A FEW *DAYS* AGO MYSELF, WHEN I USED MY REMOTE-CONTROLLED COPTER TO BREAK MYSELF *OUT* -- AND COME LOOKING FOR *YOU!*

I'M *LEOPOLD STRYKE* -- THE *EEL!* I'VE BEEN BEATEN TWICE BY THE *HUMAN TORCH* --

-- JUST AS YOU'VE BEEN BEATEN BY *SPIDER-MAN!*

THANKS FOR NOT MENTIONING THOSE *KIDS.* SO ASIDE FROM SHARING OUR *MISERIES,* YOU GOT A PLAN?

I DO INDEED. WE'RE BOTH *ELECTRICALLY-POWERED.* WE MAY LOSE ALONE. BUT WORKING *TOGETHER* --

I GET IT. WE THROW IN *TOGETHER* --

-- WE'LL BE *UNBEATABLE!*

SHOCK FOLLOWS SHOCK!

FOREST HILLS, QUEENS.

I DON'T KNOW ANY OF THIS YET, OF COURSE.

HECK, I DON'T EVEN KNOW WHAT'S HAPPENING RIGHT OUTSIDE MY WINDOW -- JUST CALL ME **SPIDER-MAN**, THE HERO WITHOUT A **CLUE!**

I'M JUST MINDING MY OWN **BUSINESS**, SEWING UP A COUPLE OF RIPS IN MY **COSTUME**. WHEN --

A HIGH-VOLTAGE THRILLER, FROM:

KURT BUSIEK WRITER

PAT OLLIFFE PENCILER

AL VEY & PAM EKLUND INKERS

RICHARD STARKINGS AND COMICRAFT LETTERING

STEVE MATTSSON COLORS

TOM BREVOORT EDITOR

BOB HARRAS EDITOR IN CHIEF

NOK NOK

PETER PARKER!

Huh? WHO ?!

I WOULD HAVE **WORDS** WITH YOU, PETER PARKER!

I --

-- THE **BLUE-BIRD!**

Uh, LOOK -- I DON'T KNOW WHO YOU'RE **AFTER** --

-- BUT, I THINK YOU'VE GOT THE **WRONG** --

Oh, **RELAX,** PETER --

*ALL I CAN IMAGINE IS THAT SOMEONE DISCOVERED MY **SECRET IDENTITY** -- AND IS PLANNING TO **BLACKMAIL** ME WITH IT!*

*WELL, SHE CAN **TRY** -- BUT IF SHE DOES ANYTHING TO HURT MY **AUNT MAY,** I'LL MAKE HER WISH SHE'D NEVER BEEN **BORN!***

-- IT'S ONLY ME. COOL **DISGUISE,** huh?

SALLY?

SALLY AVRIL?!

BUT -- WHAT -- I DON'T ***GET*** IT -- HOW COME THE ***COSTUME --?***

YOU KNOW ME, PETER -- YOU'VE KNOWN ME SINCE ELEMENTARY SCHOOL. I'VE ALWAYS WANTED TO BE ***FAMOUS*** --

-- BUT I'VE NEVER FIGURED OUT HOW TO DO IT... UNTIL ***NOW!***

I'VE WON THREE ***BLUE RIBBONS*** IN ***GYMNASTICS*** MEETS, AND IT WAS GREAT --

-- BUT WHEN I HELPED ***SPIDER-MAN*** BEAT ELECTRO -- ***WOW,*** WHAT A ***RUSH!*** THAT'S WHEN I REALIZED I COULD ***DO*** THIS -- I COULD BE A ***SUPER HERO!***

I HAD JASON WORK UP A BUNCH OF ***GADGETS*** I CAN USE, LIKE THAT RETRACTING ***ROPE-LINE*** I CAME IN ON...

Uh... YOU'D TRUST YOUR LIFE TO SOMETHING MADE BY ***JASON IONELLO?***

Oh, COME ON! HIS DAD'S AN ***ENGINEER,*** AND HE ***HELPED!*** HE DIDN'T KNOW WHAT HE WAS ***MAKING*** OF COURSE --

-- HE THOUGHT IT WAS A *"FLYING RIG"* FOR A SCHOOL PLAY OF *PETER PAN* --

-- BUT EVERYTHING WORKS ***GREAT!***

SO, Ah... WHERE DO I COME IN?

RIGHT IN THE ***MIDDLE.*** WHEN I LEARNED YOU TAKE PICTURES OF SPIDER-MAN FOR THE DAILY BUGLE, I HAD A ***BRAIN-STORM!***

YOU CAN TAKE PICTURES OF ME, TOO! YOU'LL MAKE ***EXTRA MONEY*** AND I'LL GET THE ***PUBLIC EXPOSURE*** I NEED TO START MY CAREER!

I'LL BE AN AVENGER IN ***NO TIME!***

FORGET IT. NO ***WAY.***

Huh? WHY ***NOT?***

IT'S WAY TOO ***DANGEROUS*** -- IT'S NOT SOMETHING YOU DO FOR ***FUN,*** TRUST ME. SORRY, SAL -- BUT I CAN'T ***HELP*** YOU.

YOU BETTER ***THINK*** ABOUT IT, PETER PARKER, AND ***RECONSIDER*** --

-- UNLESS YOU WANT ***EVERY-ONE*** IN CLASS TO KNOW ABOUT YOUR LITTLE ***PICTURE-TAKING SECRET!***

SO IT'S BLACKMAIL AFTER ALL.

I KEPT MY PHOTOGRAPHY CAREER A SECRET BECAUSE I DIDN'T WANT ANYONE CONNECTING ME TO SPIDER-MAN. BUT NOW --

-- WELL, THERE'S ONLY ONE THING TO DO --

THESE ARE SOME OF THE ***NEWS PHOTOS*** I'VE MANAGED TO SNAP -- THIS ONE OF SPIDER-MAN AND THE VULTURE IS ONE OF THE ***EARLIEST*** I GOT.

I REALIZED THAT NOBODY ELSE ***HAD*** PICTURES OF THE VULTURE --

-- AND THAT NEWS-PAPERS LIKE THE BUGLE NEED PHOTOS LIKE THIS ***EVERY DAY!***

SO I BROUGHT THEM IN, AND I ***SOLD*** THEM --

-- AND THAT'S HOW MY CHILDHOOD INTEREST IN ***PHOTOGRAPHY*** TURNED INTO A ***PART-TIME JOB.***

HERE, I'LL PASS SOME OF THE PICTURES ***BACK,*** SO YOU CAN GET A BETTER LOOK...

NEAT! THESE ARE WILD!

WOW!

WOW!

WOW!

WOW!

FLASH! HEY, ***FLASH!***

QUIT ***HOGGIN'*** 'EM, FLASH! PASS 'EM ***BACK!***

ROTTEN... STINKING... NO GOOD... CREEP...

THAT WAS *VERY GOOD*, PETER --

-- BUT I THOUGHT YOU WERE GOING TO DO YOUR PUBLIC SPEAKING ON *MARCONI* AND THE INVENTION OF *RADIO*.

WELL, I WAS, Mrs. WINTERHALTER -- BUT AT THE LAST MINUTE I THOUGHT THIS WOULD BE MORE *INTERESTING*.

I THINK YOU WERE *RIGHT* ABOUT THAT.

SEYMOUR? ARE YOU PREPARED TO DO *YOUR* SPEECH TODAY?

*AS I HEAD BACK TO MY DESK, I FEEL EVERYONE'S **EYES** ON ME --*

*-- AND I REALIZE THE OTHER KIDS ARE GOING TO SEE ME **COMPLETELY DIFFERENTLY** NOW.*

I *TELL* YOU, LIZ, I NEVER THOUGHT PUNY PARKER HAD IT IN HIM! BUT SOME OF THOSE PICTURES -- *WOW!* AND HE KNOWS *SPIDEY* --

-- HE KNOWS THE *COOLEST GUY* IN THE CITY!

PETER'S NOT JUST *SMART*, FLASH -- HE'S FULL OF *SURPRISES*. YOU MIGHT WANT TO THINK ABOUT WHETHER YOU'VE BEEN *MISJUDGING* HIM...

YEAH, YEAH... I JUST *MIGHT*, AT THAT. ESPECIALLY IF HE KNOWS *SPIDEY*...

I, uh, CAUGHT THIS FISH UP AT EMPIRE LAKE WITH MY *GRAMPA*...

FLASH THOMPSON -- ARE YOU THINKING WHAT I *THINK* YOU'RE THINKING..?

"AND THEN SPIDEY **SOCKED** HIM -- **POW**, RIGHT IN THE KISSER --

"-- AND THE SANDMAN WENT FLYIN' **RIGHT ACROSS** THE ROOM!

"BUT THEN, IT'S NOT LIKE YOU DON'T **KNOW** THAT ALREADY --

-- SINCE YOU WERE TAKING **PICTURES** OF THE WHOLE THING! MUST'VE GOT SOME PRETTY GOOD **SHOTS** THAT DAY, huh?

Uh, YEAH, FLASH -- I GOT A **FEW**...

BOY! I USED TO THINK YOU WERE **NOBODY SPECIAL**, PAR -- uh, PETER -- BUT I'VE BEEN **RETHINKING** RECENTLY --

-- AND MAYBE YOU AN' ME COULD BE **PALS!**

SO... YOU THINK YOU'RE GONNA BE SEEING **OL' SPIDEY** ANY TIME SOON, huh?

I... REALLY DON'T **KNOW**, FLASH. I DON'T EXACTLY **PLAN** THESE THINGS...

I GET IT, I GET IT. GOTTA KEEP **SOME** SECRETS, huh? I UNDERSTAND.

BUT SAY, LOOK -- YOU DON'T USUALLY MAKE IT TO THE **SODA SHOPPE** AFTER SCHOOL, THE WAY **MOST** OF THE CROWD DOES.

WHY DON'T WE DROP BY? I'LL BUY YOU AN **EGG CREAM**... MY TREAT!

*GEEZ, MAYBE IF FLASH TOOK LESSONS, HE COULD BE **REALLY** OBVIOUS --*

-- BUT I DON'T EXACTLY HAVE A REASON **NOT** TO GO, SO --

-- SO DOES HE **CONTACT** YOU WHEN HE GOES OUT FOR A MISSION? OR DOES HE LEAVE YOU **MESSAGES,** TELLING YOU WHERE HE'LL BE?

YOU'VE GOT TO HAVE **SOME** SORT OF SYSTEM, OR --

WAIT -- THAT **RADIO REPORT** --!

-- SAVAGE ATTACK OF TWO NOTORIOUS SUPER-VILLAINS, **ELECTRO** AND THE **EEL,** NEAR THE DOWNTOWN OFFICES OF THE **CON EDISON** UTILITY COMPANY!

ELECTRO, WHO BROKE OUT OF JAIL ONLY **YESTERDAY** --

"-- I'LL **DRIVE** YOU!"

WHAT I WANTED TO DO WAS SWITCH TO MY SPIDEY COSTUME AND WEB-SWING OVER TO CON ED --

-- BUT I DON'T EXACTLY GET A CHANCE --

Uh, LOOK -- I'VE GOT TO **GO.** THANKS FOR THE **SODA,** BUT --

OF COURSE, **RIGHT!** SPIDEY'S GONNA **SHOW UP,** AND YOU'VE GOTTA TAKE **PHOTOS!**

WELL, **COME ON** --

Uh --

FORGET IT, COPPERS --

-- OR YOU'LL GET TO FIND OUT HOW WELL YOU **CONDUCT ELECTRICITY!**

STAY BACK -- THAT'S A **GOOD** CROWD --!

SKZAKK

AH-HA!

NOW IS THIS *SMART*, GENTLEMEN? *SHOOTING* AT SOMEONE WHO CAN MELT YOUR BULLETS OUT OF THE AIR WITH HIS *ELECTRIC ARCS?*

I DON'T. *THINK* SO!

THERE THEY *ARE*, PETE! DO YOU NEED TO WAIT FOR *SPIDEY* --

-- OR CAN YOU TAKE PICTURES *NOW?*

NO, THERE'S, uh, NO REASON TO *WAIT* --

-- I'LL JUST SNAP A FEW...

I'VE GOT TO GET OUT OF HERE! BUT... HOW?

I WONDER WHAT'S TAKIN' SPIDEY SO LONG? HE MUST'VE HEARD BY NOW...

BUT LUCKY FOR YOU WE'RE NOT HERE TO GET *ANGRY!* WE JUST WANT TO DELIVER A *MESSAGE!*

UNLESS NEW YORK PAYS US *TEN MILLION DOLLARS* BY TOMORROW NIGHT -- THE EEL AND I WILL *CRIPPLE* THE CITY'S ELECTRICAL SUPPLY --

-- AND BRING THE *WHOLE TOWN* TO ITS *KNEES!*

AND *TRUST* ME -- YOU DON'T *WANT* THAT!

AND NOW, OUR MESSAGE *DELIVERED* -- WE'LL TAKE OUR *LEAVE* OF YOU --

-- SO YOU CAN *THINK OVER* WHAT WE'VE SAID --

-- REACH THE... *SAFEST* DECISION FOR ALL CONCERNED!

I'M OUT OF *FILM*, FLASH!

GIVE ME A SEC -- I'VE GOT TO *RELOAD!*

BUT I'M NOT REALLY GOING FOR FILM.

*RECENTLY, I DEVELOPED WHAT I CALL A **SPIDER-TRACER** -- A MINIATURE RADIO UNIT THAT SENDS OUT A **HOMING SIGNAL**.*

A LITTLE STICKY WEB-FLUID ON THE BASE --

*-- AND I'LL BE ABLE TO FIND THOSE TWO **WHEREVER** THEY HOLE UP!*

I JUST DON'T *GET* IT...

...I CAN FIGURE THE *F.F.* OR THE *AVENGERS* BEING TOO BUSY TO SHOW UP, BUT SPIDEY'S THE *BEST!* HE SHOULD'VE *BEEN* HERE!

WELL, HE'S AN *UNPREDICTABLE GUY*, FLASH. THAT'S JUST HOW IT *GOES* SOMETIMES.

NOW LISTEN, YOU'VE BEEN *REALLY NICE* -- BUT I'VE GOT TO GO DEVELOP THIS FILM AND THEN GET IT TO THE *BUGLE*...

DON'T YOU WORRY ABOUT A *THING*, PETE OL' BUDDY -- I'M *HERE* FOR YOU!

JUST THINK OF ME AS THE *FLASH THOMPSON TAXI SERVICE!*

DAILY BUGLE

FLASH DOESN'T LET ME OUT OF HIS SIGHT, EXCEPT WHILE I'M IN MY DARKROOM.

HE'S DETERMINED NOT TO MISS A CHANCE TO MEET SPIDER-MAN -- AND HE HAS NO IDEA HOW IMPOSSIBLE HE'S MAKING IT -- !

THESE PICTURES -- THEY'RE JUST NOT AS GOOD AS YOUR PREVIOUS WORK, PARKER.

WELL --

THEY'RE BLAND -- THEY DON'T HAVE ANY OF THE STRIKING ANGLES YOU USUALLY GET. FRANKLY, THEY'RE BORING.

BUT --

STILL, THEY'RE ALL I'VE GOT, SO I'LL TAKE 'EM. BUT DON'T THINK YOU CAN SLACK OFF THIS WAY REGULARLY --

-- THERE ARE OTHER PHOTOGRAPHERS, YOU KNOW!

OF COURSE, Mr. JAMESON.

GREAT --

-- FLASH'S "FRIENDSHIP" IS ALREADY RUINING SPIDER-MAN'S CAREER -- IS IT GOING TO DESTROY PETER PARKER'S TOO?

HEY THERE, BETTY! YOU WON'T BELIEVE WHAT'S BEEN HAPPENING TO ME!

WELL, IF I'M NOT GOING TO BELIEVE IT --

--WHY TELL ME?

Huh?

WHY THE COLD SHOULDER, BETTY? IS SOMETHING WRONG? I KNOW THINGS HAVE BEEN DIFFERENT BETWEEN US SINCE THAT STUFF IN PHILADELPHIA...

...SINCE YOU LOST YOUR BROTHER... BUT IF I'VE DONE ANYTHING...

I'M SURE I DON'T KNOW WHAT YOU'RE TALKING ABOUT, PETER. I'M JUST FINE.

NOW IF YOU'LL EXCUSE ME, I'M RATHER BUSY...

WELL... *OKAY.* I GUESS I'LL TALK TO YOU LATER.

MAYBE *TOMORROW...*

THAT SOUNDS *FINE.* TOMORROW, THEN.

Oh...

...oh, *PETER...*

MUCH LATER...

THANKS, FLASH! YOU'VE BEEN *SWELL!*

NO *PROB,* PETER! SEE YOU TOMORROW MORNING, BRIGHT AND *EARLY!*

GOOD EVENING, *PETER!* DID YOU HAVE A NICE TIME OUT WITH YOUR *FRIENDS?*

Huh? Oh, *SURE,* AUNT MAY. *GREAT.*

THAT'S NICE. *BETTY BRANT* CALLED FOR YOU A FEW TIMES. SHE'S SUCH A *NICE* GIRL...

SHE'S A *PEACH,* ALL RIGHT. I'LL HAVE TO MAKE SURE TO CALL HER BACK. *'SCUSE* ME, AUNT MAY...

*I DON'T KNOW WHAT'S UP WITH BETTY, BUT SHE'LL HAVE TO **WAIT.** THIS IS THE FIRST TIME I'VE MANAGED TO GET AWAY FROM FLASH **ALL DAY** --*

*-- AND I'VE GOT **WORK** TO DO!*

*I HID THE TRACKER FOR THE SPIDER-TRACER IN WITH THESE OLD **RADIO PARTS,** SO AUNT MAY WOULDN'T WONDER WHAT IT WAS IF SHE CHANCED **ACROSS** IT --*

SAY, WHAT'S *THIS?*

Geez, I'D *FORGOTTEN* ABOUT THIS...

Ah -- *HERE* YOU ARE! *OKAY,* BOYS AND GIRLS IN RADIO-LAND --

"-- WE'RE IN *BUSINESS!*"

THE SPIDER-TRACER DOESN'T HAVE THAT GREAT A RANGE --

-- SO I HAVE TO **SWING AROUND** FOR A WHILE BEFORE I GET CLOSE ENOUGH TO PICK UP THE SIGNAL --

-- WHICH STARTS LEADING ME TOWARD **BROOKLYN**, AND THE WATERFRONT NORTH OF **CONEY ISLAND** --

-- AND IT'LL BLACK OUT ***MOST OF BROOKLYN!*** THAT'LL LET THEM KNOW WE'RE ***SERIOUS*** -- AND THEY BETTER PAY UP!

I LIKE ***WORKING*** WITH YOU, EEL -- YOU THINK ***BIG!***

YEAH, BUT YOU'RE GETTING ***TOP BILLING*** IN ALL THE NEWS REPORTS, I NOTICE.

ALL WE HAVE TO DO IS TAKE OUT THIS ***STATION*** --

MAYBE I NEED A MORE ***FLAMBOYANT ATTITUDE***, LIKE YOU -- OR MAYBE A NEW ***COSTUME***, A NEW ***NAME*** -- SOMETHING LIKE ***"THE ELECTRIC EEL"***...

--YOU'RE SILLY ENOUGH ***ALREADY*** WITHOUT MAKING IT ***WORSE!***

UHH!

BUT -- HOW DID HE ***FIND*** US!

TRUST ME, EEL--

SPIDER-MAN!

*I STASHED THE TRACKER WITH MY **AUTOMATIC CAMERA** -- WHY GIVE AWAY MY SECRETS? NOT THAT THESE BOZOS WOULD THINK **TWICE** ABOUT IT...*

WHO CARES HOW HE FOUND US, EEL --

-- JUST KILL HIM!

KRZZAMM

ABNER! ABNER, LOOK! THERE'S SOMETHING HAPPENING AT THE POWER STATION!

ABNER, CALL THE POLICE!

I WOULD, GLADYS -- IF I COULD GET CLOSE ENOUGH TO THE WINDOW TO SEE FOR MYSELF --!

YOU KNOW WHY YOU'RE GOING TO LOSE THIS FIGHT, SPIDER-MAN?

BECAUSE YOU DON'T PLAN AHEAD, LIKE WE DO! NOW THAT WE'VE FORMED A PARTNERSHIP --

-- YOU'RE OUT-NUMBERED!

Oh, I WOULDN'T SAY THAT!

Huh?

Huh?

PREPARE TO GET STOMPED, VILLAINS -- 'CAUSE THERE'S A NEW SUPER HEROINE IN TOWN --

-- SPIDER-MAN'S NEW PARTNER -- THE BLUEBIRD

I HEARD THE RADIO REPORTS, AND GOT HERE AS QUICKLY AS I COULD, PARTNER! LET'S GET 'EM!

Huh?

I DON'T NEED THIS. I REALLY DON'T NEED THIS...

FINE! WE'LL KILL BOTH OF YOU, THEN!

AW, 'LECTRO -- I BET YOU SAY THAT TO ALL THE SUPER HEROES -- !

BLUEBIRD -- GET OUT OF HERE!

NOT A CHANCE, SPIDEY!

HAH! GOTCHA!

NOBODY "GETS" THE EEL, MY DEAR --

-- NOT IN MY SPECIAL ULTRASLICK COSTUME!

H-huh?

I'M NOT KIDDING, BLUEBIRD! THIS ISN'T A GAME -- IT'S DEADLY SERIOUS!

BUT I CAN HELP YOU, SPIDEY!

I'VE GOT INSULATED BOOTS TO PROTECT ME FROM THE ELECTRICITY --

-- AND PLENTY OF OTHER WEAPONS UNDER MY CAPE --

LIKE THIS SPECIAL "BLUEBIRD'S EGG" -- FILLED WITH ETHER!

ETHER, huh?

YOU MEAN THE STUFF THAT EVAPORATES SO QUICKLY THAT YOU'VE GOT TO HOLD IT IN A PAD OVER SOMEONE'S FACE FOR IT TO DO ANY GOOD?

KSSH

OKAY, OKAY...

SO I'VE STILL GOT A FEW THINGS TO LEARN!

OUTSIDE...

THIS MUST BE THE *PLACE!*

AS SOON AS I HEARD ABOUT THOSE *ELECTRICAL DISTURBANCES,* I CALLED PARKER -- BUT HIS AUNT SAYS HE WENT OUT IN A *HURRY!*

HE MUST ALREADY *BE* HERE!

COME ON -- LET'S GET IN AND SEE THE ACTION BEFORE THE *COPS* BUST IT UP!

Uh, FLASH -- I TRIED TO CALL *TINY,* TO SEE IF HE WANTED TO COME ALONG, AND HIS DAD *YELLED* AT ME!

I'M NOT SURE TINY'S EVEN *LIVING* THERE ANYMORE...

I'LL WORRY ABOUT IT *LATER,* JASON -- *AFTER* PETER GETS ME SPIDER-MAN'S AUTOGRAPH!

BACK TO *BACK,* ELECTRO!

WE STICK *TOGETHER,* AND THEY CAN'T SNEAK UP ON *EITHER* OF US!

Ah! JUST WHAT I WAS *WAITING* FOR!

YOU SEE *THIS,* EEL?

I USED IT ONCE TO SHUT DOWN THE VULTURE'S *POWER PACK* -- BUT I'VE *MODIFIED* IT A LITTLE FOR YOU!

IT'S CALLED AN *ANTI-MAGNETIC INVERTER.*

Huh?

IT'LL *REVERSE* THE POLARITY OF YOUR *ELECTRICAL FIELD* --

WHA -- ?!

-- MAKING YOU AND ELECTRO *STICK TOGETHER* -- JUST LIKE *MAGNETS!*

Oh, NO --

AND *I'LL* DELIVER THE *COUP DE GRACE!*

WHAKK

THE WATER -- IT'LL *SHORT OUT* THEIR COSTUMES -- *AND* THE INVERTER!

LEAVING THEM...

...FREE TO *ESCAPE*...

BLUEBIRD -- *NO!*

WELL... OOPS.

MAYBE I CAN STILL *CATCH* THEM --

-- OR AT LEAST *ONE* OF THEM, IF THEY SPLIT --

THERE HE *IS!*

HANG *ON* A SEC, SPIDEY! QUICK, FIND *PARKER* -- HE'S GOTTA BE AROUND HERE SOMEWHERE, AND HE CAN *INTRODUCE* US..!

Oh GREAT.

NOW I CAN'T GO AFTER ELECTRO AND THE EEL! IF THEY LOOK AROUND FOR PETER --

-- THEY'LL FIND MY CAMERA AND REALIZE THE TRUTH!

I'VE GOT TO GET TO IT BEFORE THEY DO!

PARTNERS! *PFAH!*

IF I *EVER* SEE THE EEL AGAIN -- IT'LL BE *TOO SOON!*

FORGET PARTNERS -- FORGET THIS *FLASHY, SHOWY* STUFF! I'M GOING TO FIND SOMETHING SAFER --

-- LIKE *STEALING CARS --!*

HI, GANG. I THINK I GOT SOME ***GOOD SHOTS*** -- DID YOU SEE WHICH WAY THE ***BAD GUYS*** WENT?

PETER! DIDJA TALK TO ***SPIDEY?*** DIDJA TELL HIM I WANT TO ***MEET*** HIM?

NO, FLASH, I ***DIDN'T!*** I DON'T ***TALK*** TO SPIDER-MAN -- I HIDE IN THE SHADOWS AND HOPE I DON'T GET ***SPOTTED!***

SPIDER-MAN PROBABLY DOESN'T EVEN ***LIKE*** ME MUCH... SINCE I TAKE THE PICTURES THE BUGLE USES TO MAKE HIM ***LOOK BAD!***

THAT EVER ***OCCUR*** TO YOU, FLASH?

Huh?

BUT --

-- I --

I WAS RIGHT ABOUT YOU ***ALL ALONG,*** PARKER! YOU'RE A ***COWARD*** AND A ***WEA-SEL,*** AND STARTING TOMORROW --

-- I'M GOING TO MAKE SURE ***EVERYONE*** IN SCHOOL ***KNOWS*** IT!

*WELL, THAT'S **THAT.** AS I HEAR **POLICE SIRENS** APPROACHING, I KNOW EVERYTHING'S BACK TO **NORMAL,** WHICH'LL MAKE LIFE A LOT EASIER.*

NOW ALL I'VE GOT TO FIGURE OUT --

COULD YOU SIGN IT *"TO MY **GOOD FRIEND,** LIZ ALLAN"?*

GLAD TO.

-- IS WHAT TO DO ABOUT HER --!

NEXT ISSUE: MORE **ACTION!** MORE **BLUEBIRD!**

AND... **The SINISTER SECRETS of BETTY BRANT!**

Be here!